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*Proposed Counsel to the Debtors and  
Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

In re: ) Chapter 11  
 )  
CIRCUIT CITY STORES, INC., ) Case No. 08-35653-KRH  
et al., )  
 )  
 ) Jointly Administered  
Debtors. )  
 )

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**ORDER AUTHORIZING DEBTORS TO FILE  
CERTAIN DOCUMENTS UNDER SEAL**

Upon the motion (the "Motion")<sup>1</sup> of the Debtors for an Order, pursuant to section 107(b)(1) of the Bankruptcy Code and Rule 9018 of the Federal Rules of Bankruptcy Procedure, wherein the Debtors requested authority to file certain

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<sup>1</sup> Capitalized terms used herein shall have the meanings ascribed to such terms in the Motion.

documents under seal; and the Court having reviewed the Motion and the Besanko Declaration; and the Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefore, it is hereby,

**ORDERED, ADJUDGED, AND DECREED that:**

1. The Motion is GRANTED.
2. The Debtors are authorized to file the Fee Letters under seal and provide copies of the Fee Letters to Chambers for in camera review, and to the Office of the United States Trustee for the Eastern District of Virginia.
3. This Court retains jurisdiction to hear and determine all matters arising from or related to the implementation or interpretation of this Order.

Dated: Richmond, Virginia  
November \_\_\_\_\_, 2008

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UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

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/s/ Douglas M. Foley  
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**CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)**

I hereby certify that notice of the Debtors' intent to seek entry of the foregoing proposed order was provided to the parties identified in the Motion and copy of this proposed order was provided to the Office of the United States Trustee for the Eastern District of Virginia prior to submission to this Court.

/s/ Douglas M. Foley  
Douglas M. Foley